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ATTORNEYS FOR THE TEXAS STATE SECURITIES BOARD
AND
TEXAS DEPARTMENT OF BANKING

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:
CELSIUS NETWORK LLC, *et al.*¹,
Debtors.

Chapter: 11
Case No. 22-10964 (MG)
(Jointly Administered)

**JOINDER OF THE TEXAS STATE SECURITIES BOARD AND TEXAS
DEPARTMENT OF BANKING TO THE UNITED STATES TRUSTEE'S LIMITED
OBJECTION TO THE DEBTOR'S SECOND MOTION TO EXTEND EXCLUSIVITY
PERIOD FOR FILING A CHAPTER 11 PLAN AND DISCLOSURE STATEMENT**

The Texas State Securities Board (the “SSB”) and Texas Department of Banking (“DOB”), by and through the Office of the Texas Attorney General, hereby files this Joinder (the “**Joinder**”) to the *United States Trustee's Limited Objection to the Debtors' Second Motion to Extend Exclusivity Period for Filing a Chapter 11 Plan and Disclosure Statement* [D.E. 2010] (the “**Objection**”). In support of

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

the Joinder, the SSB and DOB respectfully state as follows:²

1. The SSB and DOB support and join the Objection filed by William K. Harrington, United States Trustee for Region 2 (“U.S. Trustee”), to the *Debtor’s Second Motion to Extend Exclusivity Period for Filing a Chapter 11 Plan and Disclosure Statement* (the “Exclusivity Motion”).

2. In addition to the arguments set forth in the Objection, the facts and circumstances of this case, including the number of and effect on impacted consumer creditors, the Debtors’ historic wrongdoing set forth in the Final Report of the Examiner³, the mounting administrative costs, and the Debtors’ lack of liquidity, support the denial of the Exclusivity Motion.

3. The SSB and DOB reserve the right to supplement this Joinder at or prior to the Hearing, or any other relevant hearing.

WHEREFORE premise considered, the SSB and DOB request that the Court deny the relief requested in the Exclusivity Motion and grant such other and further relief, both at law and in equity, to which the SSB and DOB may justly be entitled.

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² Capitalized terms not otherwise defined or provided herein have the meanings ascribed to them in the Motion or D.E. 23 (the “First Day Declaration.”).

³ See D.E. 1956.

Dated: February 13, 2023,

Respectfully submitted,

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/s/ Layla D. Milligan
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CERTIFICATE OF SERVICE

I certify that a true and correct copy of the foregoing has been served via the Court's Electronic Filing System on all parties requesting notice in this proceeding on February 13, 2023.

/s/ Layla D. Milligan
LAYLA D. MILLIGAN